

**This is Exhibit 1 referred to
in the accompanying Declaration of
Alan Brian Porter dated 3 August 1999**

Masterprint

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Tel: 01767 683829 Fax: 01767 683930

BY FAX: 22nd November 1995

TO: Miss Silvia Rodriguez - 0034 71 200050
FROM: Alan Porter 206250

Total Pages: 15

Dear Miss Rodriguez

Robert John Mabbott

I refer to my telephone call to you at about 10.15am (UK) time on Monday 20th November. I write as promised with the details of our problem so that you understand what the situation is and what we want to do. Perhaps you can advise upon the help that you can offer and the projected cost.

1. Mr Mabbott, a UK National, is presently living in Palma at a temporary address not known to me. However he is working with Mr John Bloom, another UK National I believe, whose address is Paseo Maritimo 37, Piso 11H, 07014 Palma de Mallorca. Mr Bloom's phone/fax number is (00 34 71) 736319.
2. Mr Mabbott was a Director of our company until early this year. He left us and eventually became involved with Mr Bloom in Palma. He has been based in Palma for three to four months I believe, although visiting various areas abroad on occasions, so I also believe.
3. Mr Mabbott had a UK address which was 3 Lincoln Court, Tennyson Road, Bedford MK40 3UX. He may still occupy this apartment but our efforts to reach him by letter, phone and/or visit have not been successful.
4. Mr Mabbott has borrowed from me personally a large sum of money which, with interest being added, now amounts to just over £80,000. This loan is repayable to me "on demand" and, if not paid, I am able to take over his shares in our company. (I attach a copy of this agreement that proves this situation). - DOCUMENT B.
5. In order to demand repayment, I have to serve a Demand Notice upon Mr Mabbott. In order to do so, I need to find Mr Mabbott to give him the Demand Notice. As I cannot find him in the UK (despite considerable effort), I have to appoint representatives in Palma to act for me - to find him and to serve the Demand Notice. (I attach a copy of the Demand Notice for your information). - DOCUMENT C.
6. When Mr Mabbott receives the Demand Notice, he has to pay the amount owed "on demand" - ie: immediately. If he does not, then I am able to take over ownership of his shares in our company. You will see that, in the Demand Notice, I have allowed him two hours to pay following delivery of the Notice to him. This gives him time to go to the bank and draw the money, then paying this to me (or my representative). If he does not pay within the two hours provided, I am then able to take over the shares.

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7. It is important that Mr Mabbott (and Mr Bloom) remain unaware of our efforts to find them. If they realise what we are trying to do, Mr Mabbott will disappear once more. I regret that it is therefore important for your staff or private detective to approach Mr Mabbott without warning and to deliver the documents at that time. This may involve waiting for him to appear. Naturally should I obtain information as to where he is (in Palma or abroad) I will advise you. It is obviously important for Mr Mabbott to be given the documents personally rather than simply leaving them at an address or with a person who promises to pass them on.

8. The help that I seek of you is therefore as follows:

a) That you act as my representative in Palma on this matter.

b) That you, or a private detective, finds Mr Mabbott and serves on him the documents involved.

c) Once the documents are served upon him, he should be allowed up to two hours to obtain the money and pay it to you. The payment must be in cash or by way of Bankers Draft - in other words in some form that cannot be interfered with or cancelled such as a cheque (which can be cancelled before it is cleared through the bank). There may be other methods of payment available in Palma in which case you can require payment in whatever other form is possible. It is vital however that whatever form of payment is used, it is impossible to cancel it or vary it once it is paid to you. The money should be payable to me personally (Alan B Porter) unless there are reasons why it should be paid to you, with you then paying it on to me.

d) To be honest, I do not believe that Mr Mabbott will be able to pay at all, and almost certainly not within two hours of the Demand Notice being served. I am therefore expecting to take over his shares. It is the shareholding that is important. It is for this reason that I am keeping the time available for finding the money to a short period (two hours). The longer the time available to him, the more opportunity he has of obtaining the money - and that is not my preferred solution.

9. There will be a second envelope to hand over to Mr Mabbott. This contains a letter to him advising and requesting him to avoid action or work which is forbidden under his Employment Agreement with us. I also enclose a copy of this document for your information. No reply is required from him to this particular letter. However it needs to be given to him at the same time as the Demand Notice for the loan repayment.

Can you please advise:

a) Are you able to assist and to make the required arrangements?

b) Can you estimate the charges involved?

c) Are you content with the information given above and contained within the documents attached?

d) Is there any further action or procedure that you advise to reflect the requirements of Spanish law?

* DOCUMENT - D.

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If you can help, I will send by post the originals of the documents and a photograph of Mr Mabbott. This is a large full-colour portrait photograph which will certainly be helpful in identification.

I am sure that you will maintain all confidentiality on this matter, but no doubt you will confirm.

One further point - we shall require a signed statement from whoever serves the documents upon Mr Mabbott confirming the date and time when the documents were given to him. This will be valuable in the event that Mr Mabbott later questions or objects to the procedures acted upon.

Thank you in anticipation of your assistance. We have a small but growing business in Palma with some Majorcan colleagues and this may well spread to mainland Spain. Accordingly we would obviously be interested in working with you at a later date should we need Spanish lawyers to assist us.

I look forward to hearing from you by telephone or fax. Our telephone and fax numbers are at the head of this letter for your information.

Yours sincerely



Alan Porter

*Also enclosed is a draft copy of a possible receipt
for Mr. Mabbott if he pays the money. - Document A.*